

December 18, 2006

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Attorneys for the Official Committee of Equity Security Holders
 of USA Capital Diversified Trust Deed Fund, LLC

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re:
 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

In re:
 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED
 FUND, LLC,
 Debtor.

In re:
 USA CAPITAL FIRST TRUST DEED FUND,
 LLC,
 Debtor.

In re:
 USA SECURITIES, LLC,
 Debtor.

Affects:
☒ All Debtors
☐ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund,
 LLC
☐ USA First Trust Deed Fund, LLC

Case No. BK-S-06-10725 LBR
 Case No. BK-S-06-10726 LBR
 Case No. BK-S-06-10727 LBR
 Case No. BK-S-06-10728 LBR
 Case No. BK-S-06-10729 LBR

Chapter 11

Jointly Administered Under
 Case No. BK-S-06-10725-LBR

**DESIGNATION OF LOCAL
COUNSEL**

(AFFECTS ALL DEBTORS)

The undersigned, one of the attorneys of record for the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC, the party herein, has submitted to the Court a “Verified Petition for Permission to Practice in this Case Only.” Not being admitted to the bar of this Court, and not maintaining an office in the District of Nevada for the practice of law, she believes it to be in the best interests of the client to designate Bob L. Olson, Esq., Brett Axelrod, Esq. and Anne M. Loraditch, Esq., attorneys at law, member of the State Bar of Nevada and previously admitted to practice before the above-entitled Court, as local counsel in this action. The address of said designated Nevada Counsel is: Beckley Singleton, Chtd., 530 Las Vegas Blvd. South, Las Vegas, NV 89101, Telephone: 702-385-3373, Facsimile 702-385-5024.

By this designation the undersigned attorney and party agree that all documents and other papers issued out of this Court in the above-entitled case may be served on the designated local counsel. Further, said local counsel shall be responsible for providing copies of the same to the co-counsel. Further, this designation constitutes agreement and authorization by the undersigned for the designated local counsel to sign stipulations binding on all of us. The time for performing any act under applicable Rule shall run from the date of service on the local counsel.

Respectfully submitted this 13th day of December 2006.

/s/ Rachel Patience Ragni

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Holders of USA Capital Diversified Trust Deed Fund, LLC

The undersigned hereby consents to serve as associate Nevada counsel in this case and agrees that (s)he is responsible for being counsel upon whom all documents and other papers issued out of this Court shall be served, and that (s)he is responsible to transmit copies of all documents and other papers so served to the admitted out-of-state counsel of record and to keep such counsel informed as to the status of the case.

BECKLEY SINGLETON, CHTD.

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APPOINTMENT OF DESIGNATED NEVADA COUNSEL

/s/Robert Worthen

APPROVED:

Dated this day of , 2006

By: _____
Deputy Clerk